

**CHIMICLES SCHWARTZ KRINER
& DONALDSON-SMITH LLP**

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**UNITED STATES DISTRICT COURT
MIDDLE DISTRICT OF PENNSYLVANIA**

SOUTHEASTERN PENNSYLVANIA
TRANSPORTATION AUTHORITY, on
behalf of itself and all others similarly
situated,

Plaintiff,
v.

ORRSTOWN FINANCIAL SERVICES,
INC., ORRSTOWN BANK, ANTHONY
F. CEDDIA, JEFFREY W. COY, MARK
K. KELLER, ANDREA PUGH,
THOMAS R. QUINN, JR., GREGORY A.
ROSENBERRY, KENNETH R.
SHOEMAKER, GLENN W. SNOKE,
JOHN S. WARD, BRADLEY S.
EVERLY, JOEL R. ZULLINGER,
JEFFREY W. EMBLY, SMITH
ELLIOTT KEARNS & COMPANY,
LLC, SANDLER O'NEILL &
PARTNERS L.P., and JANNEY
MONTGOMERY SCOTT LLC,

Defendants.

Civil Action No. 1:12-cv-00993

CLASS ACTION

**MOTION FOR AN AWARD TO
LEAD COUNSEL OF
ATTORNEYS' FEES AND
REIMBURSEMENT OF
LITIGATION EXPENSES**

Pursuant to Fed. R. Civ. P. 23 and the Court's Order granting Lead Plaintiff's Motion for Entry of an Order Preliminarily Approving the Settlement, entered on February 1, 2023 (Dkt. Nos. 299, 300, the "Preliminary Approval Order"), and for the reasons set forth in its accompanying Memorandum of Law in Support of its Motion for An Award of Attorneys' Fee and Reimbursement of Litigation Expenses ("Fee and Expense Application"), Lead Plaintiff, on behalf of itself and the conditionally certified Settlement Class, respectfully submits this Motion seeking entry of an Order which, in consideration of Lead Counsel's representation of Lead Plaintiff and the Class in the Action and securing the Settlement,¹ seeks an award of attorneys' fees and reimbursement of litigation expenses to be paid to Lead Counsel solely from the Settlement Fund. A form of proposed Order is submitted herewith.

For the reasons set forth in the Fee and Expense Application, Lead Counsel respectfully seeks entry of an order awarding Lead Counsel (i) fees of 35% of the Settlement Fund, which is \$5,250,000 and, (ii) reimbursement of their litigation expenses in the amount of \$717,488.55, plus the proportionate amount of interest that has accrued on the awarded amounts from the inception of the Settlement Fund, through the date of payment from the Settlement Fund.

¹ Unless otherwise stated or defined, all capitalized terms used herein have the definitions provided in the Stipulation and Agreement of Settlement dated December 7, 2022 ("Stipulation"), which was filed at Dkt. 297-1.

Pursuant to LR 7.1, Defendants take no position in the relief requested.

Dated: April 14, 2023

Respectfully submitted,

/s/ Kimberly Donaldson-Smith

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Kimberly Donaldson-Smith

Timothy N. Mathews

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*Counsel for Plaintiff Southeastern
Pennsylvania Transportation Authority*

CERTIFICATE OF SERVICE

I, Kimberly Donaldson-Smith, a specially admitted member of the bar of this Court, hereby certify that a true and correct copy of this MOTION FOR AN AWARD TO LEAD COUNSEL OF ATTORNEYS' FEES AND REIMBURSEMENT OF LITIGATION EXPENSES was served on all counsel of record via the Court's ECF system on April 14, 2023.

By: /s/ Kimberly Donaldson-Smith
Kimberly Donaldson-Smith